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Joseph E. Shickich, Jr.

Attorney for Microsoft Corporation
and Microsoft Licensing, GP

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re

General Motors Corporation, et al.,

Debtors.

Chapter 11

Case No. 09-50026 (REG)

Joint Administration

**NOTICE OF APPEARANCE
AND DEMAND FOR NOTICES AND PAPERS**

PLEASE TAKE NOTICE Microsoft Corporation and its wholly-owned affiliate, Microsoft Licensing, GP (collectively "Microsoft"), by the undersigned counsel, enters its appearance pursuant to Section 1109(b) of the Bankruptcy Code and Bankruptcy Rule 9010(b); and such counsel request, pursuant to Bankruptcy Rules 2002, 3017 and 9007 and Sections 342 and 1109(b) of the Bankruptcy Code, that copies of all notices and pleadings given or filed in these cases be given and served upon them as follows:

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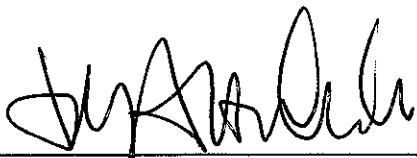
PLEASE TAKE FURTHER NOTICE that, pursuant to Section 1109(b) of the Bankruptcy Code, this demand includes not only notices and papers referred to in the

Rules specified above but also includes, without limitation, any notice, application, complaint, demand, motion, petition, pleading or request, whether formal or informal, written or oral, and whether transmitted or conveyed by mail, email, delivery, telephone, telegraph, telex, or otherwise filed or made with regard to the referenced cases and proceedings therein.

PLEASE TAKE FURTHER NOTICE that neither this Notice of Appearance nor any subsequent appearance, pleading, claim, or suit is intended or shall be deemed to waive Microsoft's right (i) to have final orders in non-core matters entered only after de novo review by a higher court; (ii) to trial by jury in any proceeding so triable herein or in any related case, controversy or proceeding; (iii) to have the reference withdrawn in any matter subject to mandatory or discretionary withdrawal; or (iv) other rights, claims, actions, defenses, setoffs, or recoupments to which Microsoft is or may be entitled under agreements, in law, or in equity, all of which rights, claims, actions, defenses, setoffs, and recoupments expressly are reserved.

Dated: June 2, 2009

RIDDELL WILLIAMS P.S.

By: 

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DECLARATION OF SERVICE

Courtney Burford, declares:

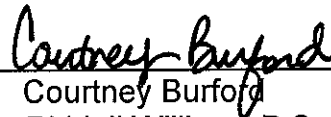
1. I am an employee of Riddell Williams P.S. which represents Microsoft Corporation and Microsoft Licensing, GP. I am a citizen of the United States, over the age of 18, and competent to make this Declaration.

2. On June 2, 2009, I electronically filed the Notice of Appearance and Demand for Notices and Papers on behalf of Microsoft Corporation and Microsoft Licensing, GP with the Clerk of the Court (using the CM/ECF System).

3. It is my understanding that the CM/ECF System will send notification of this filing to all parties listed in this case to receive notice electronically.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

DATED this 2nd day of June, 2009, at Seattle, Washington.

A handwritten signature in black ink, reading "Courtney Burford", is written over a horizontal line.

Courtney Burford
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